

**Joint Application of Fusion Connect, Inc. Debtor-in-Possession and Telecom Holdings LLC for Authority for Telecom Holdings LLC to Acquire Indirect Control of Fusion Connect, Inc. Debtor-in-Possession f/k/a Network Billing Systems LLC (U-6067-C) and Chubb Communications, LLC Debtor-in-Possession (U-6446-C)**



**FILED**

07/26/19  
04:59 PM

**A1907022**

**EXHIBIT A**

**Corporate Documentation for Fusion Connect, Inc.**

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FUSION CONNECT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JULY, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FUSION CONNECT, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF SEPTEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2797310 8300

SR# 20196184110

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 203296752

Date: 07-26-19

**Joint Application of Fusion Connect, Inc. Debtor-in-Possession and Telecom Holdings LLC  
for Authority for Telecom Holdings LLC to Acquire Indirect Control of Fusion LLC  
Debtor-in-Possession f/k/a Network Billing Systems LLC (U-6067-C) and Cbeyond  
Communications, LLC Debtor-in-Possession (U-6446-C)**

**EXHIBIT B**

**Corporate Documentation for Fusion, LLC**

**STATE OF NEW JERSEY  
DEPARTMENT OF THE TREASURY  
DIVISION OF REVENUE AND ENTERPRISE SERVICES  
SHORT FORM STANDING**

**FUSION LLC**  
0600051385

*I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Limited Liability Company was registered by this office on May 12, 1998.*

*As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.*

*I further certify that the registered agent and office are:*

REGISTERED AGENT SOLUTIONS, INC.  
208 WEST STATE STREET  
TRENTON, NJ 08608



*IN TESTIMONY WHEREOF, I have  
hereunto set my hand and affixed  
my Official Seal at Trenton, this  
26th day of July, 2019*

A handwritten signature in cursive script, appearing to read "Elizabeth Maher Muoio".

Elizabeth Maher Muoio  
State Treasurer

Certificate Number : 6099331488

Verify this certificate online at

[https://www1.state.nj.us/TYTR\\_StandingCert/JSP/Verify\\_Cert.jsp](https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp)


STATE OF NEW JERSEY  
DEPARTMENT OF THE TREASURY  
FILING CERTIFICATE (CERTIFIED COPY)

Corporation Name: FUSION LLC  
Business Id: 0600051385  
Certificate Number: 6000104767

I, THE TREASURER OF THE STATE OF NEW JERSEY, DO HEREBY CERTIFY, THAT THE ABOVE NAMED BUSINESS DID FILE AND RECORD IN THIS DEPARTMENT AN ORIGINAL CERTIFICATE ON May 12, 1998 AND THAT THE ATTACHED IS A TRUE COPY OF THIS DOCUMENT AS THE SAME IS TAKEN FROM AND COMPARED WITH THE ORIGINAL(S) FILED IN THIS OFFICE AND NOW REMAINING ON FILE AND OF RECORD.

IN TESTIMONY WHEREOF, I HAVE HEREUNTO SET MY  
HAND AND AFFIXED MY OFFICIAL SEAL AT  
TRENTON, THIS  
July 26, 2019 A.D.



  
ELIZABETH MAHER MUOIO  
STATE TREASURER

VERIFY THIS CERTIFICATE ONLINE AT

[https://www1.state.nj.us/TYTR\\_StandingCert/JSP/Verify\\_Cert.jsp](https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp)

FILED

MAY 12 1998

LLC

**CERTIFICATE OF FORMATION**

LONNA R. HOOKS  
Secretary of State

The undersigned, in accordance with the provisions of Section 42:2B-11 of the New Jersey Limited Liability Company Act, hereby states as follows:

1. The name of the Limited Liability Company (the "Company") is:

NETWORK BILLING SYSTEMS, L.L.C.

2. The Company may engage in any activity within the purposes for which limited liability companies may be organized under the New Jersey Limited Liability Company Act, Section 42:2B-1 et seq.

3. The name and address of the Company's registered agent is:


Jonathan Kaufman  
with an address at  
155 Willowbrook Boulevard  
Wayne, New Jersey 07470;

4. The Company has two or more members.

5. The term of the Company's existence shall terminate on December 31, 2047, unless terminated earlier.

6. The term of the Company shall commence upon filing of this Certificate of Formation with the Secretary of State of the State of New Jersey.

IN WITNESS WHEREOF, the undersigned acknowledges that he is authorized to sign this Certificate of Formation on behalf of the Company, and he hereby executes this Certificate of Formation on this 11th day of May, 1998.

  
Kenneth R. Cohen, Esq.

c:\docs\kaufman\nbs-syst\certif.for

5417720  
51793500

0606051385

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Debtor-in-Possession f/k/a Network Billing Systems LLC (U-6067-C) and Cbeyond  
Communications, LLC Debtor-in-Possession (U-6446-C)**

**EXHIBIT C**

**Corporate Documentation for Cbeyond Communications, LLC**

# Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FUSION COMMUNICATIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JULY, A.D. 2019.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FUSION COMMUNICATIONS, LLC" WAS FORMED ON THE TWENTY-SECOND DAY OF OCTOBER, A.D. 1999.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.*



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

3115222 8300

SR# 20196183621

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Authentication: 203296744

Date: 07-26-19



**Joint Application of Fusion Connect, Inc. Debtor-in-Possession and Telecom Holdings LLC  
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**EXHIBIT D**

**Corporate Documentation for Telecom Holdings LLC**

# Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF FORMATION OF "TELECOM HOLDINGS LLC",  
FILED IN THIS OFFICE ON THE TENTH DAY OF JULY, A.D. 2019, AT  
4:20 O`CLOCK P.M.*



Jeffrey W. Bullock, Secretary of State

7508790 8100  
SR# 20195902700

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203192169  
Date: 07-10-19

**CERTIFICATE OF FORMATION**  
**OF**  
**TELECOM HOLDINGS LLC**

This Certificate of Formation of Telecom Holdings LLC (the "LLC"), dated as of July 10, 2019, is being duly executed and filed by James Murray, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 *Del.C.* § 18-101, *et seq.*).

**FIRST.** The name of the limited liability company formed hereby is Telecom Holdings LLC.

**SECOND.** The address of the registered office of the LLC in the State of Delaware is c/o Intertrust Corporate Services Delaware Ltd., 200 Bellevue Parkway, Suite 210, Wilmington, New Castle County, Delaware 19809.

**THIRD.** The name and address of the registered agent for service of process on the LLC in the State of Delaware is Intertrust Corporate Services Delaware Ltd., 200 Bellevue Parkway, Suite 210, Wilmington, New Castle County, Delaware 19809.

**IN WITNESS WHEREOF,** the undersigned has executed this Certificate of Formation of Telecom Holdings LLC this 10<sup>th</sup> day of July, 2019.

/s/ James Murray  
James Murray, Authorized Person